

214446

JAMES E. HOWARD LLC
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July 29, 2005

VIA FEDERAL EXPRESS

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

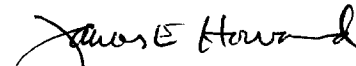
Re: Finance Docket No. 34735
Gordon Reger--Continuance in Control Exemption--
Northeast Interchange Railway, LLC

Dear Secretary Williams:

Enclosed for filing in the above-captioned matter are the original and 10 copies of a Verified Notice of Exempt Transaction. Also enclosed are a check in the amount of \$1,100 representing the filing fee and a computer disk containing the Notice.

Could you please date stamp the enclosed extra copy of the Notice and return it to me in the enclosed self-addressed, stamped envelope? If there are any questions with respect to this matter, please direct them to me. Thank you very much for your assistance.

Very truly yours,


James E. Howard

Enclosures
cc: Gordon Reger

ENTERED
Office of Proceedings

AUG 2 1 2005

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Public Record

FILED

AUG 1 2005

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214446

BEFORE THE
SURFACE TRANSPORTATION BOARD



Finance Docket No. 34735

GORDON REGER--CONTINUANCE IN CONTROL
EXEMPTION--NORTHEAST INTERCHANGE RAILWAY, LLC

VERIFIED NOTICE OF EXEMPT TRANSACTION

RECEIVED

AUG 1 2005

CLERK

James E. Howard

FILED

AUG 1 2005

SURFACE
TRANSPORTATION BOARD

ENTERED
Office of Proceedings

AUG 01 2005

Part of
Public Record

James E. Howard
One Thompson Square
Suite 201
Charlestown, MA 02129
Tel. No. 617-886-9322

Attorney for Applicant

Dated: July 29, 2005

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 34735

GORDON REGER--CONTINUANCE IN CONTROL
EXEMPTION--NORTHEAST INTERCHANGE RAILWAY, LLC

VERIFIED NOTICE OF EXEMPT TRANSACTION

In accordance with 49 C.F.R. 1180.2(d)(2), Gordon Reger ("Reger") hereby submits this Verified Notice of Exempt Transaction in order to continue to control indirectly Northeast Interchange Railway, LLC ("NIR") when it becomes a class III rail carrier. The following information corresponds to those portions of 49 C.F.R. 1180.6 required by 49 C.F.R. 1180.4(g):

49 C.F.R. 1180.6(a)(1)(i). Reger is a noncarrier individual who directly controls Transit Rail LLC. Transit Rail, through ownership of certain securities, has voting control of New York Regional Rail Corporation, a noncarrier, and New York Regional Rail Corporation directly controls New York Cross Harbor Railroad, Inc. ("NYCH"), a class III rail carrier. As a consequence, Reger indirectly controls NYCH.

Reger and members of his immediate family control Regus Industries, LLC ("Regus"), a noncarrier, which directly controls NIR, a noncarrier that has filed a Verified Notice of Exempt Transaction pursuant to 49 C.F.R. 1150.31 in order to become a class III rail carrier. See Finance Docket No. 34734. When the Verified Notice of

Exempt Transaction in Finance Docket No. 34734 becomes effective, Reger will indirectly control NIR.

The rail line and facilities operated by NYCH are located in Brooklyn, New York and Jersey City, New Jersey. The rail line of NIR is located in Croton-on-Hudson, New York. The lines of NYCH and NIR do not connect with each other. Furthermore, it is not anticipated that there will be a series of transactions that would connect the two rail carriers with each other. The proposed transaction does not involve any class I carriers.

The names and business addresses of Reger and the rail carrier applicants are as follows:

Gordon Reger
2730 Transit Road
West Seneca, NY 14224

Northeast Interchange Railway, LLC
1A Croton Pointe Ave.
Croton-on-Hudson, NY 10502

New York Cross Harbor Railroad, Inc.
c/o New York Regional Rail Corporation
5266 Seneca Street
West Seneca, NY 14224

The name, address and telephone number of the applicants' representative are as follows:

James E. Howard
One Thompson Square
Suite 201
Charlestown, MA 02129
617-886-9322

49 C.F.R. 1180.6(a)(1)(ii). Acquisition of a rail line by NIR and continuance in control of NIR by Reger are anticipated to occur promptly after this Notice and NIR's notice in Finance Docket No. 34734 become effective.

49 C.F.R. 1180.6(a)(1)(iii). Businesses controlled by Reger are engaged in rail transportation of various commodities including waste material, and in the transloading and disposal of solid waste material, including construction and demolition waste material. For example, Regus operates several sites at which waste material is transferred from trucks to rail cars for transportation by rail to disposal sites. A company controlled by Regus provides transfer services on the New York & Atlantic Railroad, a class III rail carrier operating in New York City and Long Island. Another company controlled by Regus owns and operates a rail-served landfill in Ohio. Regus controls a fleet of approximately 430 rail cars. As noted above, Reger also indirectly controls NYCH, which is a class III rail carrier that handles and transports by rail a variety of commodities including waste material.

Acquisition and continuance in control of NIR is consistent with the lines of business already conducted by companies controlled by Reger. The NIR transaction will result in economies and improvements in service in the conduct of the businesses of the Reger companies and will promote the financial viability of all of the entities controlled by Reger, including NIR and NYCH.

49 C.F.R. 1180.6(a)(5). NYCH operates and has property in New York and New Jersey. NIR will operate and have property in New York.

49 C.F.R. 1180.6(a)(6). Maps illustrating the rail lines of NYCH and NIR are attached as Exhibit A.

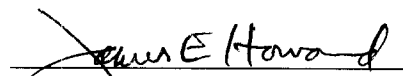
49 CFR 1180.6(a)(7). NIR is a wholly owned subsidiary of Regus, but NIR has not previously conducted any business. When NIR acquires the rail line and real property described in the notice in Finance Docket No. 34734 it will become an operating rail carrier. There is no other agreement by which Reger has acquired indirect control of NIR.

Labor Protection. Because NYCH and NIR are class III carriers, no labor protection may be imposed.

Environmental and Historic Impact. In accordance with 49 C.F.R. 1105.6(c)(2), the proposed transaction does not require any environmental documentation, because there will be no significant changes that exceed the thresholds established in 49 C.F.R. 1105.7(e)(4) or (5). No historic report is required, because the proposed transaction meets the criteria of 49 C.F.R. 1105.8(b)(1).

Respectfully submitted,

GORDON REGER


James E. Howard
One Thompson Square
Suite 201
Charlestown, MA 02129
Tel. No. 617-886-9322

Attorney for Gordon Reger

Dated: July 29, 2005

VERIFICATION

State of New York :
County of Erie :
SS

Gordon Reger, being duly sworn, deposes and states that he has read the foregoing Verified Notice of Exempt Transaction, knows the facts asserted there are true and the same are true as stated.

Gordon Reger

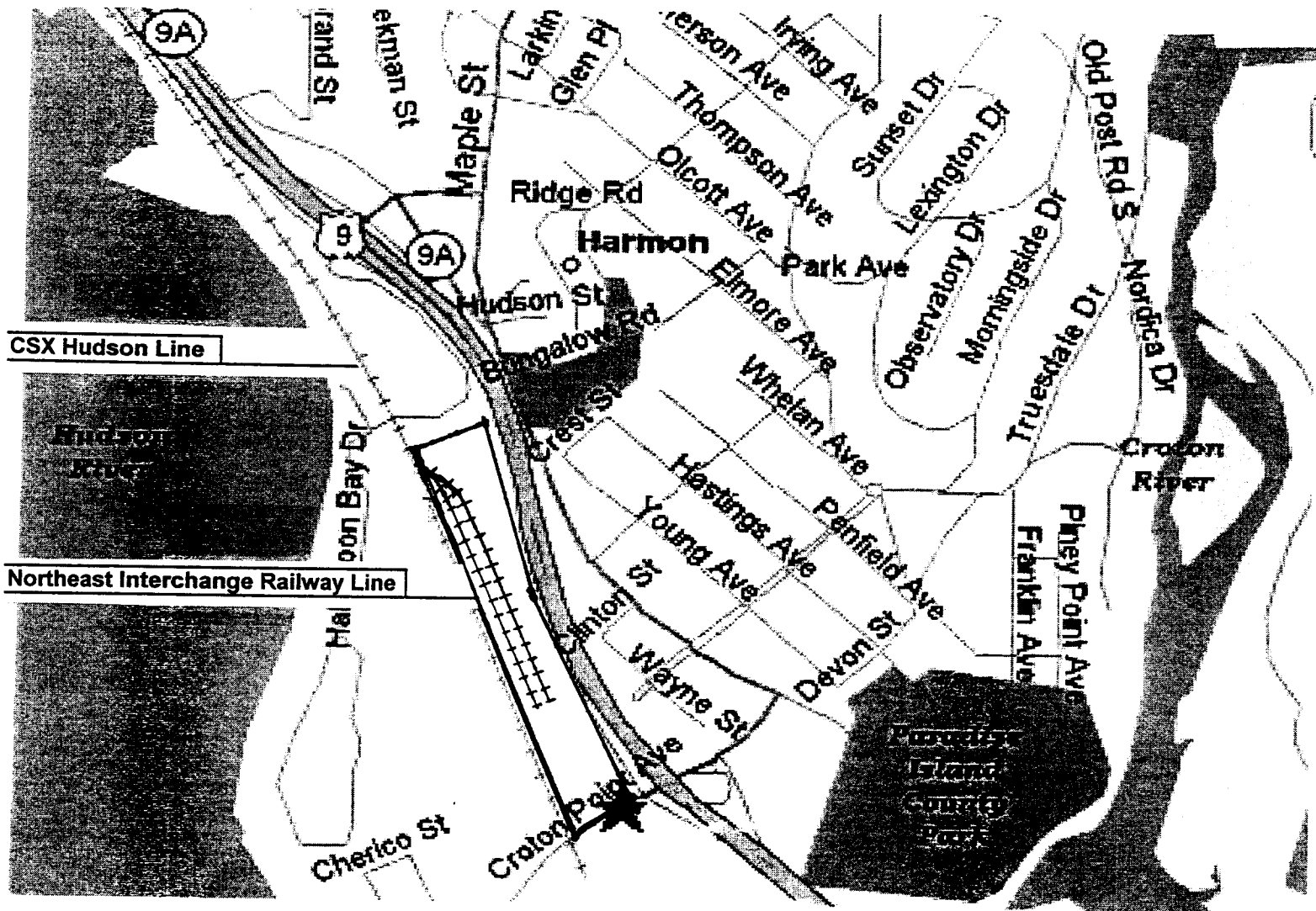
Subscribed and sworn to before me
this 28th day of July 2005,

~~Notary Public~~

My Commission Expires: 01/11/2007

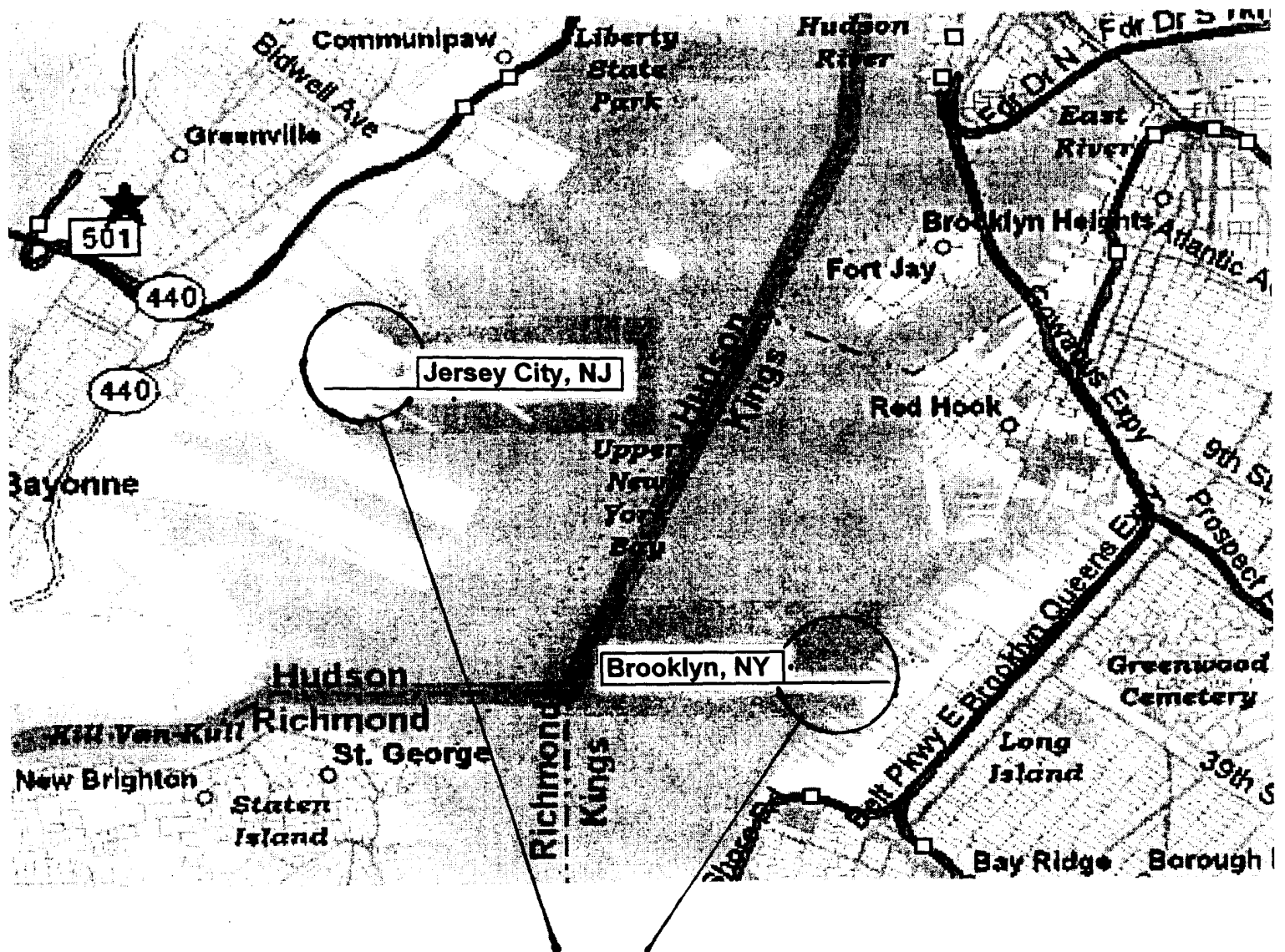
DOUGLAS E. SZALASNY
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 01/10/20

EXHIBIT A



NORTHEAST INTERCHANGE RAILWAY, LLC

EXHIBIT A



NEW YORK CROSS HARBOR RAILROAD, INC.